

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE ALTA MESA RESOURCES, INC.
SECURITIES LITIGATION

No. 4:19-cv-00957

ALYESKA MASTER FUND, L.P.,
ALYESKA MASTER FUND 2, L.P., and
ALYESKA MASTER FUND 3, L.P.,

Judge George C. Hanks, Jr.

Plaintiffs,

No. 4:22-cv-01189

v.

ALTA MESA RESOURCES, INC., *et al.*

Defendants.

ORBIS GLOBAL EQUITY LE FUND
(AUSTRALIA REGISTERED), ORBIS
GLOBAL EQUITY FUND (AUSTRALIA
REGISTERED), ORBIS GLOBAL
BALANCED FUND (AUSTRALIA
REGISTERED), ORBIS SICAV, ORBIS
INSTITUTIONAL GLOBAL EQUITY
L.P., ORBIS GLOBAL EQUITY FUND
LIMITED, ORBIS INSTITUTIONAL
FUNDS LIMITED, ALLAN GRAY
AUSTRALIA BALANCED FUND,
ORBIS OEIC, and ORBIS
INSTITUTIONAL U.S. EQUITY L.P.,

No. 4:22-cv-2590

Plaintiffs,

v.

ALTA MESA RESOURCES, INC., *et al.*,

Defendants.

**BAYOU CITY ENERGY MANAGEMENT, LLC'S
PRE-TRIAL MEMORANDUM OF LAW**

Bayou City Energy Management, LLC (“BCE”) contends that the trial violates its due process rights. ECF 858. BCE contends that the Section 20(a) claim cannot be allowed to proceed because it was not plead. ECF 849. BCE further contends that Plaintiffs lack standing to bring the Section 20(a) claim being sent to the jury. ECF 783. This filing is subject to those objections.

For the sake of brevity, BCE joins in and incorporates the Pre-Trial Memoranda filed by each of the other defendants in this case. ECF 866; ECF 880. The law is applicable to BCE as much as those other defendants. In short, there is no evidence establishing each element of a primary violation by Chappelle with respect to the statements that BCE purportedly controlled. Nor is there causation or damages. And BCE did not and could not control any of Chappelle’s pre-merger statements within the meaning of Section 20(a) or otherwise. There is no evidence that BCE met the elements of a control violation under Section 20(a). Additionally, BCE at all times acted in good faith and therefore cannot be liable for a Section 20(a) violation. BCE’s specific positions are set forth in the Joint Pre-Trial Order, including with respect to the Section 20(a) being tried against BCE. ECF 858 at 28–39. BCE incorporates each of these and its other positions by reference.

The Defendants’ jury instructions filed on October 21, 2022, ECF 868 Ex. F, and BCE’s motion for summary judgment on the Section 20(a) claims, ECF 423, likewise set forth BCE’s positions regarding the law applicable to Section 20(a) claims.

BCE is available to brief any specific issues as requested by the Court.

DATED: October 21, 2024

/s/ Kenneth A. Young

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CERTIFICATE OF SERVICE

I certify that the foregoing document was served on all counsel of record via the Court's electronic filing system on October 21, 2024.

/s/ Kenneth A. Young
Kenneth A. Young